



LaSalle National Leasing Corporation  
One West Pennsylvania Avenue  
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Towson, Maryland 21204  
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June 5, 2007

RECORDATION NO. 21376 G FILED

JUN 05 07

11-11 AM

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

**SURFACE TRANSPORTATION BOARD**

Dear Secretary Williams:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Assignment, a secondary document, dated as of May 29, 2007. The primary document to which this is connected is recorded Recordation Number 21376. We request that the copy of this document be recorded under Recordation Number 21376-G.

The names and addresses of the parties to the Memorandum of Lease Assignment are:

Assignee:

LaSalle National Leasing Corporation  
One West Pennsylvania Avenue  
Towson, MD 21207

Assignor:

U.S. Bancorp Equipment Finance, Inc. (successor in interest to Star Bank,  
National Association)  
13010 SW 68<sup>th</sup> Parkway  
Portland, OR 97223

A description of the equipment covered by the Memorandum of Lease Assignment consists of two hundred forty (240) New AutoFlood II Rotary Dump Aluminum, 4000 Cubic Foot Capacity, Open Top, 16 Door railcars numbered JEPX001 - 240 inclusive.



**LaSalle Bank**

ABN AMRO

Honorable Vernon A. Williams

June 5, 2007

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A fee of \$34.00 is enclosed. Please return one copy to:

LaSalle National Leasing Corporation

One West Pennsylvania Avenue

Towson, MD 21204

Attn: Connie Lancaster

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Constance W. Lancaster".

Constance W. Lancaster

Senior Vice President

Enclosure

JUN 05 '07

11-11 AM

SURFACE TRANSPORTATION BOARD

## MEMORANDUM OF LEASE ASSIGNMENT

Memorandum of Lease Assignment made and entered into as of May 29, 2007 by and between LaSalle National Leasing Corporation ("Assignee") and U.S. Bancorp Equipment Finance, Inc. ("Assignor").

## WITNESSETH

The undersigned have entered into that certain Specification of Assigned Equipment Schedule dated May 29, 2007 to the Master Assignment Agreement dated as of November 29, 2000 ("Lease Assignment"), whereby the Assignor has agreed to assign all of Assignor's rights, title and interest in, to and under the Master Equipment Lease Agreement dated September 1, 1995, Equipment Schedule No. 023 thereunder between Assignor, as Lessor (successor to The Vaughn Group, Ltd.), and PSI Energy, Inc, d/b/a Duke Energy Indiana, Inc., as Lessee (successor to The Cincinnati Gas & Electric Company), and Assignee desires to assume all of Assignor's rights, title and interest in certain railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached hereto, subject to the terms defined in said Lease Assignment.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed as of the date and year first above written.

## ASSIGNEE:

LaSalle National Leasing Corporation

By: Name: CONSTANCE W. LANCASTERTitle: SENIOR VICE PRESIDENT

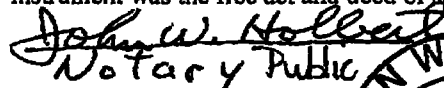
## ASSIGNOR:

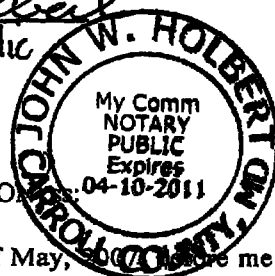
U.S. Bancorp Equipment Finance, Inc.

By: Name: Paul J. FrischTitle: EVP

STATE OF Maryland )  
COUNTY OF Carroll ) ss:

On this 4<sup>th</sup> day of May, 2007, before me personally appeared Constance W. Lancaster, to me personally known, who being duly sworn, says that he/she is the of LaSalle ~~SVP~~ SVP National Leasing Corporation, that said instrument was signed on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

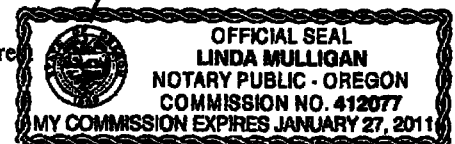
  
Notary Public



STATE OF OREGON  
COUNTY OF WASHINGTON

  
Notary Public

My Commission Expires



On this 29<sup>th</sup> day of May, 2007, before me personally appeared Paul J. Frisch, to me personally known, who being duly sworn, says that he is the Executive Vice President of U.S. Bancorp Equipment Finance, Inc., that said instrument was signed on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

**Exhibit A  
to the  
Assigned Lease Supplement**

**Equipment Location:**

Wabash River Generating Station  
West Terre Haute, Indiana 47885  
Vigo County

and

**Equipment Location:**

Gibson Generating Station  
Owensville, Indiana 47885  
Gibson County

Vendor	Mfg.	Qty.	Description	Car No.
Johnstown America Corporation	Johnstown America Corporation	240	New AutoFlood II Rotary Dump Aluminum, 4000 Cubic Foot Capacity, Open Top, 16 Door Railcars	JEPX001 through JEPX240